

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION CORPORATION, Plaintiff-Applicant, v. BERNARD L. MADOFF INVESTMENT SECURITIES LLC, Defendant.	SIPA LIQUIDATION No. 08-01789 (SMB) (Substantively Consolidated)
IRVING H. PICARD, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC, Plaintiff, v. HSBC BANK PLC, et al., Defendants.	Adv. Pro. No. 09-01364 (SMB)

ORDER GRANTING HSBC DEFENDANTS' MOTION TO DISMISS CROSS-CLAIMS

THIS MATTER, having come before the Court on the motion (the “Motion”) of defendants HSBC Securities Services (Bermuda) Limited, HSBC Institutional Trust Services (Bermuda) Limited, HSBC Bank Bermuda Limited, HSBC Securities Services (Luxembourg) S.A., and HSBC Bank plc (collectively, the “HSBC Defendants”), seeking an order pursuant to Rules 12(b)(1) and (2) of the Federal Rules of Civil Procedure dismissing with prejudice the amended cross-claims of Alpha Prime Fund Limited and Senator Fund SPC (collectively, the “Funds”); and the Court having considered the papers filed in support of the Motion [Docket Nos. 366-69], the Funds’ papers filed in opposition to the Motion [Docket Nos. 379-81], and the HSBC Defendants’ reply papers [Docket Nos. 387-88]; and the Court having conducted a

hearing on the Motion on June 24, 2015, at which the Court heard the oral argument of Cleary Gottlieb Steen & Hamilton LLP, counsel to the HSBC Defendants (Thomas J. Moloney and Joaquin P. Terceño, appearing), and Duffy Amedeo LLP, counsel to the Funds (Todd E. Duffy and Douglas A. Amedeo, appearing); and the Court having considered the supplemental letters submitted by the parties at various times after the June 24, 2015 oral argument [Docket Nos. 395, 401, 422-23, 430-31, 434-35]; and based upon the Court's findings and conclusions set forth in the Court's Memorandum Decision Granting HSBC Defendants' Motion to Dismiss Cross-Claims, dated December 14, 2016 (the "Memorandum Decision"); it is hereby

ORDERED, the Motion is GRANTED and the Funds' cross-claims are dismissed for the reasons set forth in the Memorandum Decision.

Dated: New York, New York
December 23, 2016

/s/ STUART M. BERNSTEIN
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE